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11 **UNITED STATES DISTRICT COURT**
12 **DISTRICT OF NEVADA**
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14
15 FRANK J. FOSBRE, JR., derivatively on
16 behalf of INTERNATIONAL GAME
TECHNOLOGY,

17 Plaintiff,

18 v.

19 THOMAS J. MATTHEWS, PATRICK W.
20 CAVANAUGH, DANIEL R. SICILIANO,
21 ROBERT A. BITTMAN, RICHARD R.
22 BURT, PATTI S. HART, ROBERT A.
MATHEWSON, ROBERT MILLER,
FREDERICK B. RENTSCHLER, DAVID
E. ROBERSON and PHILIP G. SATRE,

23 Defendants,

24 and

25 INTERNATIONAL GAME
26 TECHNOLOGY,

Nominal Defendant.

Civil Action No.: 3:09-CV-00467

1
2 JEANNE M. CALAMORE, derivatively
3 on behalf of INTERNATIONAL GAME
4 TECHNOLOGY,

5 Plaintiff,

6 v.

7 THOMAS J. MATTHEWS, PATRICK W.
8 CAVANAUGH, DANIEL R. SICILIANO,
9 ROBERT A. BITTMAN, RICHARD R.
10 BURT, PATTI S. HART, ROBERT A.
11 MATHEWSON, ROBERT MILLER,
12 FREDERICK B. RENTSCHLER, DAVID
13 E. ROBERSON and PHILIP G. SATRE,

14 Defendants,

15 and

16 INTERNATIONAL GAME
17 TECHNOLOGY,

18 Nominal Defendant.

Civil Action No.: 3:09-CV-00489-ECR-VPC

19
20 SANJAY ISRANI, Derivatively on behalf
21 of Nominal Defendant International Game
22 Technology,

23 Plaintiff,

24 v.

25 ROBERT A. BITTMAN, RICHARD R.
26 BURT, PATTI S. HART, ROBERT A.
27 MATHEWSON, THOMAS J.
28 MATTHEWS, ROBERT MILLER,
FREDERICK B. RENTSCHLER,
DAVID E. ROBERSON, and PHILIP G.
SATRE,

Defendants,

and

INTERNATIONAL GAME
TECHNOLOGY,

Nominal Defendant.

Civil Action No.: 3:09-CV-00536

1 IRINA ARONSON, derivatively on behalf :
2 of International Game Technology, : Civil Action No.: 3:09-CV-00542-RCJ-VPC
3 Plaintiff, :
4 v. :
5 THOMAS J. MATTHEWS, PATRICK W. :
6 CAVANAUGH, DANIEL R. SICILIANO, :
7 ROBERT A. BITTMAN, RICHARD R. :
8 BURT, ANTHONY CIORCIARI, :
9 ROBERT MILLER, FREDERICK B. :
10 RENTSCHLER, DAVID ROBERSON, :
11 DAVID JOHNSON, RICHARD :
12 PENNINGTON, and STEPHEN MORRO, :
13 Defendants, :
14 and :
15 INTERNATIONAL GAME :
16 TECHNOLOGY, :
17 Nominal Defendant.

18 **STIPULATION CONSOLIDATING ACTIONS, APPOINTING CO-LEAD COUNSEL**
19 **AND RELATED MATTERS AND [PROPOSED] ORDER THEREON**

20 WHEREAS, there are presently four related shareholder derivative actions against
21 certain current and former officers and directors of International Game Technology ("IGT" or
22 the "Company") on file in this Court;

23 WHEREAS, the four IGT shareholder derivative actions arise out of the same alleged
24 transactions and occurrences and involve the same or substantially similar alleged issues of fact
25 and law, and, therefore, should be consolidated for all purposes;

26 WHEREAS, in an effort to assure consistent rulings and decisions and the avoidance of
27 unnecessary duplication of effort, all of the undersigned counsel, on behalf of parties to this
28 stipulation in the related IGT shareholder derivative actions currently on file in this Court, enter
into this stipulation. The counsel are: (1) The Weiser Law Firm, P.C., Law Office of Alfred G.
Yates Jr., P.C., and Whitehead & Whitehead on behalf of plaintiff Frank J. Fosbre, Jr.; (2)
Harwood Feffer LLP, Law Office of Bruce G. Murphy, and Whitehead & Whitehead on behalf

1 of plaintiff Jeanne M. Calamore; (3) Federman & Sherwood, Law Offices of Marc Henzel, and
 2 The Digesti Law Firm LLP on behalf of plaintiff Sanjay Israni; (4) Shalov Stone Bonner &
 3 Rocco LLP, Sarraf Gentile LLP, and Law Office of Mark Wray on behalf of plaintiff Irina
 4 Aronson; and (5) Wilson Sonsini Goodrich & Rosati on behalf of individual defendants
 5 Thomas J. Matthews, Patrick W. Cavanaugh, Daniel R. Siciliano, Robert A. Bittman, Richard
 6 R. Burt, Patti S. Hart, Robert A. Mathewson, Robert Miller, Frederick B. Rentschler, David E.
 7 Roberson, Anthony Ciorciari, David Johnson, Richard Pennington, Stephen Morro, and Philip
 8 G. Satre ("Individual Defendants"), and nominal defendant IGT;

9 WHEREAS, IGT and the Individual Defendants take no position as to the appointment
 10 of (a) The Weiser Law Firm, P.C. and Harwood Feffer LLP as co-lead counsel for plaintiffs;
 11 and (b) Whitehead & Whitehead as liaison counsel for plaintiffs;

12 WHEREAS, the plaintiffs, IGT, and the Individual Defendants agree that it would be
 13 duplicative and wasteful of the Court's resources for defendants named in plaintiffs'
 14 shareholder derivative actions to have to respond to the individual complaints prior to the
 15 agreed-upon consolidation. Therefore, the plaintiffs, IGT, and the Individual Defendants agree
 16 that no response is necessary to the individual complaints that have already been filed in this
 17 Court until after the actions have been consolidated and a consolidated complaint has been
 18 filed.

19 * * *

20 Now, therefore, the parties hereto stipulate and the Court ORDERS as follows:

21 **I. CONSOLIDATION OF THE RELATED SHAREHOLDER DERIVATIVE**
 22 **ACTIONS**

23 The following actions are hereby related and consolidated for all purposes, including
 24 pre-trial proceedings and trial:

<u>Abbreviated Case Name</u>	<u>Case Number</u>	<u>Date Filed</u>
<i>Fosbre v. Matthews, et al.,</i>	3:09-CV-00467	August 20, 2009
<i>Calamore v. Matthews, et al.,</i>	3:09-CV-00489-ECR-VPC	August 28, 2009
<i>Israni v. Bittman, et al.,</i>	3:09-CV-00536	September 15, 2009

1 *Aronson v. Matthews, et al.*, 3:09-CV-00542-RCJ-VPC September 17, 2009

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3 **II. CAPTION OF CASES**

4 Every pleading filed in these consolidated actions, or in any separate action included
5 herein, shall bear the following caption:

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**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEVADA**

IN RE INTERNATIONAL GAME)
TECHNOLOGY DERIVATIVE) Lead Case No. 3:09-CV-00467
LITIGATION)
This Document Relates to:)
ALL ACTIONS)

III. MASTER DOCKET

The files of these consolidated actions shall be maintained in one file under Master File No. 3:09-CV-00467.

IV. PLEADINGS AND MOTIONS

Plaintiffs shall file a consolidated complaint ("Consolidated Complaint") no later than 45 days from the date of entry of this Order, unless otherwise agreed between the parties and approved by the Court, which shall be deemed the operative complaint, superseding all complaints filed in any of the actions consolidated hereunder. Defendants shall have up to 45 days after the filing of the Consolidated Complaint to move, answer or otherwise respond to the Consolidated Complaint. Plaintiffs shall file their opposition to the motion(s) within 30 days after the filing of defendants' motion(s). Defendants shall file any replies to plaintiffs' opposition within 30 days after plaintiffs' filing of the opposition.

1 **V. ORGANIZATION OF COUNSEL**

2 Co-Lead Counsel for plaintiffs for the conduct of these consolidated actions are:

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4
5 THE WEISER LAW FIRM, P.C.
6 ROBERT B. WEISER
7 JEFFREY J. CIARLANTO
121 N. Wayne Avenue, Suite 100
Wayne, PA 19087
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9 -and-

10 HARWOOD FEFFER LLP
11 MATTHEW M. HOUSTON
488 Madison Avenue
12 New York, NY 10022
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13 Facsimile: (212) 753-3630

14
15 Each of Co-Lead Counsel shall have authority to speak for plaintiffs in matters
16 regarding pre-trial procedure, trial and settlement negotiations and shall make all work
17 assignments in such manner as to facilitate the orderly and efficient prosecution of this
18 litigation and to avoid duplicative or unproductive effort.

19 Co-Lead Counsel shall be responsible for coordinating all activities and appearances on
20 behalf of plaintiffs and for the dissemination of notices and orders of this Court. No motion,
21 request for discovery, or other pre-trial or trial proceedings shall be initiated or filed by any
22 plaintiffs except through plaintiffs' Co-Lead Counsel.

23 Each of Co-Lead Counsel also shall be available and responsible for communications to
24 and from this Court, including distributing orders and other directions from the Court to
25 counsel. Co-Lead Counsel shall be responsible for creating and maintaining a master service
26 list of all parties and their respective counsel. Service on one of Co-Lead Counsel shall be
27 sufficient as notice to Plaintiffs in this action.

28 Liaison counsel for plaintiffs for the conduct of these consolidated actions is:

WHITEHEAD & WHITEHEAD
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VI. NEWLY FILED OR TRANSFERRED ACTIONS

This Order shall apply to each case arising out of the same or substantially the same transactions or events as these cases, which is subsequently filed in or transferred to this Court.

When a case which properly belongs as part of the *In re International Game Technology Derivative Litigation*, Lead Case No. 3:09-CV-00467, is hereafter filed in this Court or transferred here from another court, this Court requests the assistance of counsel in calling to the attention of the clerk of the Court the filing or transfer of any case which might properly be consolidated as part of the *In re International Game Technology Derivative Litigation*, Lead Case No. 3:09-CV-00467, and counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order.

IT IS SO STIPULATED.

DATED: September 24, 2009

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PURSUANT TO STIPULATION, IT IS SO ORDERED.

DISTRICT COURT